

Gerald C. Bender (GB-5849)
Lawrence A. First (LF-9650)
FRIED, FRANK, HARRIS, SHRIVER
& JACOBSON
(A Partnership Including
Professional Corporations)
Attorneys for Debtors
and Debtors-in-Possession
One New York Plaza
New York, New York 10004
(212) 859-8000

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11
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RANDALL'S ISLAND FAMILY GOLF : Case Nos. 00 B 41065 (SMB)
:
CENTERS, INC., et al., : through 00 B 41196 (SMB)
:
: (Jointly Administered)
Debtors. :
:
- - - - -x

ORDER PURSUANT TO SECTIONS 327 AND 328
OF THE BANKRUPTCY CODE, BANKRUPTCY RULE
2014 AND LOCAL BANKRUPTCY RULE 2014-1
AUTHORIZING DEBTORS-IN-POSSESSION TO
RETAIN AND EMPLOY RICHARD A. EISNER &
COMPANY, LLP AS THEIR INDEPENDENT
AUDITORS, ACCOUNTANTS, AND TAX
CONSULTANTS, NUNC PRO TUNC TO
AUGUST 10, 2000

Upon the application (the "Application") of the above-captioned debtors and debtors-in-possession (the "Debtor"), for an order pursuant to sections 327 and 328 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 2014-1 of the Local Bankruptcy Rules

authorizing the Debtors to retain and employ Richard A. Eisner & Company, LLP ("Eisner") as the Debtor's independent auditors, accountants and tax consultants in these chapter 11 cases, nunc pro tunc to May 4, 2000;

And upon the affidavit of Charles Weinstein, a partner at Eisner, sworn to on August 10, 2000 and submitted in support of the Application;

And a hearing having been held on October 10, 2000;

And it appearing that this Court has jurisdiction over the Application pursuant to 28 U.S.C. § 1334 and that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2);

And this Court being satisfied that (i) Eisner does not hold or represent an interest adverse to the Debtors, their estates or their creditors, (ii) Eisner is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code, and (iii) the employment and retention of Eisner is necessary and in the best interests of the Debtors, their estates and their creditors;

And it appearing that due notice of the Motion has been given to (i) the Office of the United States Trustee, (ii) Berlack, Israels & Liberman, LLP, counsel to the Official Committee of Unsecured Creditors, (iii) Morgan, Lewis & Bockius, LLP, counsel for The Chase Manhattan Bank, as agent for the Debtors' postpetition lenders, (iv) Richard A. Eisner & Company, LLP and (v) all other parties who have filed a notice of appearance in these chapter 11 cases;

And it appearing that no other or further notice is necessary or required;

And good and sufficient cause appearing therefore; it is

ORDERED that, pursuant to sections 327 and 328 of the Bankruptcy Code, Bankruptcy Rule 2014 and Local Rule 2014-1, the Debtors are authorized and empowered to retain and employ Eisner as their independent auditors, accountants, and tax consultants under a general retainer, nunc pro tunc to August 10, 2000; and it is further

ORDERED that the compensation to be paid to Eisner for services to be rendered to the Debtors plus reimbursement of disbursements incurred in connection with such representation shall be determined by this Court upon appropriate application therefor in accordance with sections 330 and 331 of the Bankruptcy Code, applicable Bankruptcy Rules, and such orders and guidelines with respect to the foregoing that may be applicable to these chapter 11 cases.

Dated: New York, New York
October 16, 2000

/s/ STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

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